

TRIBAL LAND ENTERPRISE

A sub-chartered Corporation of the
Rosebud Sioux Tribe
Incorporated under Act of June 18, 1943 (49 stat 984)
Telephone (605) 747-2371 or (605) 747-2372

Regular Board Meeting

Tribal Land Enterprise

June 11 2013

The Tribal Land Enterprise Regular Board of Directors Meeting was called to order by Amos Prue, Chairman on June 11, 2013, at 10:29 am in the conference room of the Tribal Land Enterprise building in Rosebud, South Dakota.

Board Members Present:

Amos Prue
Joe Ford
Pamela Kills In Water
Anthony "Tony" Metcalf
Leroy Greaves
William Bear Shield

TLE Staff Present:

Vernon Schmidt, Ex. Dir.
Phyllis Y. E. - Cadue, Bd Sec.
Mary Greaves, Acting CFO
Steph Blacksmith, Fee to Trust
Ernie Blacksmith, Leasing Mgr
Franki Kills In Water, Leasing

Others Present:

Bland & Associates (2)
Verdell Horse Looking
Keith Horse Looking
Orville Horse Looking
Skyla Two Eagle
Jason Two Eagle, Jr.
Calvin Waln, Jr.
Phillip Little Thunder

Roll Call: 6 present

Board Member(s) Late: 1 - Pamela Kills In Water

Board Member(s) absent: 1 - Cyril Scott

Called to Order: by Amos Prue.

Invocation: Joe Ford, Moment of silence

New Business: (1) Mary Wynne (2) Fencing issues

Approval of Agenda:

Discussion by Amos Prue regarding Mary Wynne

Approval of Minutes:

Motion made by Leroy Greaves to amend May 14, 2013 minutes to read:

Motion made by Joe Ford to approve the minutes dated April 03, 2013, with the amendment that in the decision and order prepared by RST In House Attorney Eric Antoine, which dealt with the requirement that Mary Wynne do an exit report as a condition precedent to being offered the settlement. Seconded by Anthony "Tony" Metcalf. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Motion made by Anthony "Tony" Metcalf to approve Regular Board Minutes dated May 14, 2013 minutes with amendment. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Motion made by Pamela Kills In Water to approve Continued Board Minutes dated May 16, 2013 minutes. Seconded by Joe Ford. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion on check signatures by Pamela Kills In Water.

Motion made by Pamela Kills In Water to reaffirm to be the first signer on TLE checks as Pamela Kills In Water is the TLE Board Treasurer and that her signature has to be on the check before it goes forward to any other signer. Seconded by LeRoy Greaves. Vote 3 in favor, 0 opposed, 3 not voting. MOTION CARRIED.

Acting CFO Report - Mary Greaves

1. Discussion on "2012" TLE Audit by Bland & Associates.

Motion made by LeRoy Greaves to advertise request for proposal (RFP) and advertise fiscal year ending by September 30, 2013 for auditors. Seconded by Pamela Kills In Water. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by LeRoy Greaves on salary. Bland & Associates will check into this and get back to TLE Board

2. Discussion on drawdown of funds for allocations to the Rosebud Sioux Tribe and pay FMHA & the rest for administration total in the amount of \$1.5 million

Motion made by Pamela Kills In Water to approve Resolution No. 2013-007 for the drawdown in the amount \$1,621,000.00 dollars. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Leroy Greaves to pay Rosebud Sioux Tribe 1.3% allocations. Seconded by Anthony "Tony" Metcalf. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

3. FMHA Loan pay-off estimated interest calculated payoff to date.
Motion made by LeRoy Greaves to approve Resolution 2013-008 for drawdown. Seconded by William Bear Shield. **MOTION WITHDRAWN** by LeRoy Greaves and William Bear Shield withdrew his second.

Motion made by Leroy Greaves to pay FMHA \$559,044.10. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made Pamela Kills In Water to approve "2012" audit by Bland & Associates. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

4. Discussion on RST Dividend payment.
5. Discussion on R. Hutchinson Bill.
Motion made by LeRoy Greaves to approve Ron Hutchinson bill in the amount of \$2,970.59 dollars. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
6. Discussion on Terry Pechota bill and RST Tribe will pay the total bill in the amount of \$9,085.75 dollars.
7. Discussion on CFO Position by Mary Greaves.
Motion made by Anthony "Tony" Metcalf to approve and advertise Chief Financial Officer for ten (10) days. Seconded by Joe Ford. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Anthony "Tony" Metcalf to approve and extend Acting Chief Financial Officer, Mary Greaves contract up to sixty (60) days (1st contract starting date May 22, 2013 ending date is June 21, 2013). Seconded by Pamela Kills In Water. Vote 3 in favor, 0 opposed, 3 not voting. MOTION CARRIED.

1. No Donations by TLE Board of Director
2. Discussion on Buy Back Program by Executive Director

FTR: Amos Prue left the meeting at 1:20 pm

Fee To Trust, Steph Blacksmith

1. Discussion on Swift Bear Community
Motion made by Anthony "Tony" Metcalf to reconsider and amend Resolution to Tribal Swift Bear Youth Land Parcel. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
2. Discussion on two (2) undivided interests in Gregory County. Totaling 30.00 acres.
Motion made by William Bear Shield for approval pending appraisal. Seconded by Anthony "Tony" Metcalf. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.
3. Discussion on Bear Butte with County Commissioners and have RST Council tell what TLE needs to do and deadline for letter of response and to meet with County Commissioners.
Motion made by Anthony "Tony" Metcalf to refer to Fee to Trust attorney, Ron Hutchinson. Seconded by William Bear Shield. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.
4. Information to TLE Board
5. Discussion on Shanon Vasknetz 37 acres north of Bear Butte Lodge.
6. Discussion on Justin Edwards 480 acres for sale in Mellette County. Executive Director stated Justin Edwards has decided not to sell.
7. Discussion on Dan Gudgel 200 acres in Todd County.
Motion made by LeRoy Greaves to offer Dan Gudgel the 200 acres for ten (10 %) percent above the appraised value. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Leasing - Ernie Blacksmith

Discussion on Orin Horse Looking tract

Motion made by Anthony "Tony" Metcalf to rescind and amend Orin Horse Looking Jr. from the May 16, 2013 Continued Board Meeting on Ref. #2498/RS-

6156 be taken out of his bid. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Anthony "Tony" Metcalf to have a Special Meeting on June 21, 2013 at 8:30 am regarding Orin Horse Looking livestock ownership brand registration and livestock brand. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTTION CARRIED.

Discussion on Skyla Two Eagle on tract #2498/RS-6156

Motion made by Anthony "Tony" Metcalf to award Ref. #2498/RS-6156 back to Skyla Two Eagle. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Anthony "Tony" Metcalf to award Skyla Two Eagle on Ref. #2498/RS-6156 in the amount of \$2,017.60 and to be paid by June 21, 2013 with lease agreement completed. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Keith Horse Looking on his fathers land.

Leasing Bids

Farm/pasture lease bids

1. Two Bids for 552.82 acres are John Lambert & Heather Sargent

Motion made by Leroy Greaves to award to John Lambert on Ref. #3493/T366B, Ref. #2689/T6448, Ref. #4451/T6448 & Ref. #2497/RS-1363. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

One bid, John Lambert, total acres 217

Motion made by Pamela Kills In Water to award to John Lambert on Ref. #3464/T1326 & Ref. #3464/T1325. Seconded by LeRoy Greaves. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

2. Krogman land, 4019 acres

Motion made by Pamela Kills In Water to award Krogman Land to Brian Lafferty. Seconded by LeRoy Greaves. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

3. Daniel Gudgel Lease Proposal

Motion made by Pamela Kills In Water to disapprove Daniel Gudgel on his lease proposal. Seconded by Anthony "Tony" Metcalf. Vote 2 in favor, 1 opposed, 2 not voting. MOTION CARRIED.

4. Taylor Ranch water issue
Motion made by Anthony "Tony" Metcalf on Taylor Ranch's unauthorized removal of the improvements by Devon Frank in the amount of \$11,718.25. Seconded William Bear Shield. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Motion made by Anthony "Tony" Metcalf to have Devon Frank pay for the repairs on Taylor Ranch. in the amount of \$11,817.25. Seconded by William Bear Shield. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.
5. Charles Hunger leases to Monica Moran.
Motion made by Anthony "Tony" Metcalf to approve Monica Moran two (2) leases (Ref. #3138) & (Ref. #287, Ref. #288, Ref. #289 & Ref. #3362) that was in her father's name. Seconded by William Bear Shield. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.
6. Mike Calhoun farm land
Motion made by LeRoy Greaves to approve Mike Calhoun \$54.00 per acre for allotted land. Seconded by Anthony "Tony" Metcalf. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED...
7. Swift Bear commercial lease agreement
Motion made by LeRoy Greaves to Commercial Lease Agreement drafted by TLE attorney. Seconded by Anthony "Tony" Metcalf. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.
8. Discussion on Irrigation Pivots lease agreement Wizi Garriott/Little Elk has lease agreement on the fee land. Opinion until lease payments have a lean on crops
9. Hardgrass Ranch main house plus security deposit
Motion made by LeRoy Greaves to lease to the highest Tribal member has to offer. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
10. ICC Indian enterprise workshop on commercial leasing on federal lands & Lease drafting and negotiation.
Motion made by Pamela Kills In Water to approve Leasing Manager, Ernie Blacksmith, any TLE Board and TLE staff to attend the commercial Leasing on Federal Indian lands workshop in Tacoma Washington dated July 22 through July 26, 2013. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion on dividend payments to RST Tribe per letter from Wayne Boyd, RST Treasurer

Motion made by Pamela Kills In Water for the next Shareholders Meeting to be scheduled is on July 08, 2013 at 10:00 am, Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Pamela Kills In Water to pay 1.3% in dividend payment to the Tribe. Seconded by Anthony "Tony" Metcalf. **AMEND**

Motion made by Pamela Kills in Water to approve Resolution No 2013-007 for the drawdown in the amount of \$1,621,000.00. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by TLE Board on BIA

Motion made by Pamela Kills In Water to have BIA, Superintendent Cleve Her Many Horses attend the June 21, 2013, Special Board Meeting. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion on buyback program by Executive Director, Vernon J. Schmidt

Motion made by LeRoy Greaves for a reimbursement for travel to Oglala, South Dakota. for a meeting. Seconded by William Bear Shield. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Home & Business Sites - Franki Kills In Water

1. Lorraine Young

Motion made by Anthony "Tony" Metcalf to approve Lorraine Young, SWA unit paid in full is put in her name. Seconded by Pamela Kills In Water. 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

2. Golden West Communications in Parmelee Community

Motion made by Pamela Kills In Water to approve Golden West Communications in Parmelee for .35 acres more or less with approval of Parmelee Community. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

3. Karen & Nilus Black Lance, Antelope Community

Motion made by Anthony "Tony" Metcalf to cancel Karen & Nilus Black Lance home site of 2.5 acres in Antelope Community. Seconded LeRoy Greaves. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

4. William Paul Whiting, Antelope Community

Motion made by Anthony "Tony" Metcalf to cancel his current homesite lease No. 62747 and is awarded Karen & Nilus Black Lance's homesite lease due to water and sewer on Black Lance homesite and Mr. Paul Whiting will clean up trailer debris if award site. Seconded by LeRoy Greaves. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

5. Madonna Roan Eagle, Horse Creek Community.
Motion made by Pamela Kills In Water to approve home site lease for Madonna Roan Eagle, in Horse Creek for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
6. Jeni Bear Heels, Upper Cut Meat Community
Motion made by Pamela Kills In Water to approve home site lease for Jeni Bear Heels in Upper Cut Meat Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
7. James Stands, Butte Creek Community
Motion made by Pamela Kills In Water to approve home site lease for James Stands in Butte Creek Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
8. Chad Whirlwind Soldier, Antelope Community
Motion made by Pamela Kills In Water to approve home site lease for Chad Whirlwind Solder in Antelope Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
9. Burton Guerue, Antelope Community
Motion made by Pamela Kills In Water to approve home site lease for Burton Guerue, Antelope Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
10. Tonya Masten, Parmelee Community
Motion made by Pamela Kills In Water to approve home site lease for Tonya Masten in Parmelee Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
11. Willow Sun Bear, Antelope Community
Motion made by Pamela Kills In Water to approve home site lease for Willow Sun Bear, Antelope Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
12. Mary Scott Swift Bear Community

Motion made by Pamela Kills In Water to approve home site lease for Mary Scott in Swift Bear Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

13. Collin Bartlet, Horse Creek Community

Motion made by Pamela Kills In Water to approve home site lease for Collin Bartlet in Horse Creek Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

14. Shannon Arellano, Rosebud Community

Motion made by Pamela Kills In Water to approve home site lease for Shannon Arellano, Rosebud Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

15. James C. Bordeaux, Sr., Spring Creek Community

Motion made by Pamela Kills In Water to approve home site lease for James C. Bordeaux, Sr., Spring Creek Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

16. Anna M. Tools, Antelope Community

Motion made by Pamela Kills In Water to approve home site lease for Anna M. Tools in Antelope Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

17. Cecilia Willcuts, O'Kreek Community

Motion made by Pamela Kills In Water to approve home site lease for Cecilia Willcuts in O'Kreek Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

18. Madonna Eagle Road, St Francis Community

Motion made by Pamela Kills In Water to approve home site lease for Madonna Eagle Road in St Francis Community for 2.5 acres. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

19. Katherine Red Horn, Parmelee Community

Motion made by Pamela Kills In Water to cancel home site lease #62210 in Parmelee Community and apply for a home site & Business site containing 7.5 acres in Ideal Community. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

20. Katherine Red Horn, Ideal Community

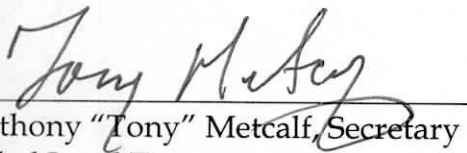
Motion made by Pamela Kills In Water to approve Katherine Red Horn home & business site lease for 7.5 acres in Tripp County. Seconded by Anthony "Tony" Metcalf. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

FTR: LeRoy Greaves left the meeting at 3:45 PM.

Lost Quorum



Amos Prue, Chairman
Tribal Land Enterprise
Board of Director



Anthony "Tony" Metcalf, Secretary
Tribal Land Enterprise
Board of Directors

Date of Approval: 031014